

EXHIBIT A



ORRICK, HERRINGTON & SUTCLIFFE LLP
 666 FIFTH AVENUE
 NEW YORK, NY 10103-0001
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 fax 212-506-5151
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David Austern, Futures Claims Representative for
 W.R. Grace & Co.
 c/o Claims Resolution Management Corp.
 3110 Fairview Park Drive, Suite 200
 Falls Church, VA 22042

January 18, 2007
 Client No. 17367
 Invoice No. 1051013

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through December 31, 2006 in
 connection with the matters described on the attached pages:

\$ 227,796.00

DISBURSEMENTS as per attached pages:

42,583.17

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ 270,379.17

Matter(s): 17367/10, 11, 13, 15, 2, 8, 9

DUE UPON RECEIPT

The following is for information only:
 Previous Balance not included in this invoice:
 \$755,021.08

In order to ensure proper credit to your account,
 please reference your **INVOICE** and **CLIENT** numbers on your remittance.
 For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

Orrick, Herrington & Sutcliffe LLP
4253 Collections Center Drive
Chicago, IL 60693
Reference: 17367/ Invoice: 1051013
E.I.N. 94-2952627
Overnight deliveries: (312) 974-1642

ELECTRONIC FUNDS

TRANSFERS:

Wire Transfers Only:
ABA Number 0260-0959-3
Bank of America
100 West 33rd Street, NY, NY 10001
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1051013
E.I.N. 94-2952627

ELECTRONIC FUNDS

TRANSFERS:

ACH Transfers Only:
ABA Number 121-000358
Bank of America
San Francisco Main Branch
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1051013
E.I.N. 94-2952627



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For Legal Services Rendered Through December 31, 2006 in Connection With:

Matter: 2 - Case Administration

12/01/06	D. Fullem	Prepare docket update and downloads of pleadings; circulate to attorneys and interested parties.	0.30
12/04/06	D. Fullem	Research docket for updates thereto; download filings; circulate to attorneys and interested parties.	0.50
12/05/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
12/05/06	R. Barainca	Update case calendar.	0.70
12/06/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
12/07/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
12/07/06	R. Barainca	Update case calendar.	1.30
12/08/06	R. Barainca	Update case calendar.	1.50
12/08/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
12/11/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
12/12/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
12/12/06	R. Barainca	Update case calendar.	0.60
12/13/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
12/13/06	R. Barainca	Update case calendar.	0.30
12/14/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
12/14/06	R. Barainca	Update case calendar.	1.00
12/15/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
12/15/06	R. Barainca	Update case calendar.	0.80
12/18/06	R. Barainca	Review Court docket; download documents and distribute.	0.40
12/19/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
12/20/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
12/21/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
12/21/06	R. Barainca	Update case calendar.	2.50
12/22/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
12/27/06	R. Barainca	Update case calendar.	0.80

Total Hours 14.00

Total For Services \$2,016.00



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<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	13.20	140.00	1,848.00
Debra O. Fullem	0.80	210.00	168.00
Total All Timekeepers	14.00	\$144.00	\$2,016.00

Disbursements
 Telephone

10.79	
Total Disbursements	\$10.79

Total For This Matter	\$2,026.79
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For Legal Services Rendered Through December 31, 2006 in Connection With:

Matter: 8 - Litigation

12/01/06	E. Lafayette	Document proofing and editing - document request information charts, memo, index.	2.50
12/01/06	J. Cangialosi	Assist attorney re preparation of litigation binders and documents.	0.50
12/01/06	A. Hermele	Review motion of ACC to compel documents, opposition by Grace, and draft reply by ACC (1.5); review FCR's motion to compel documents (.6); review cases cited in FCR's motion to compel (1.0); research case law regarding motion to compel (.4); review guidance e-mails from R. Mullady (.2); draft outline for FCR's reply (3.0); discuss with J. Guy precedential value of certain cases (.2); draft FCR's Reply regarding Motion to Compel Production of Documents (3.0); edit and revise same (2.8).	12.70
12/01/06	K. Thomas	Review portion of brief on appeal re exclusivity (.5); review motion to expedite (.3); assist D. Felder with preparing brief for filing (.5).	1.30
12/01/06	D. Felder	Review and revise reply to motion to compel production of documents and e-mails to R. Mullady and A. Hermele regarding same (1.5); review and revise motion to expedite exclusivity appeal (2.0); review, revise and finalize opening brief in exclusivity appeal and record excerpts regarding same (10.5); review recently filed pleadings and docket (1.5).	15.50
12/01/06	M. Almy	Review Debtors' Proposed Protocol Concerning Production of Chest X-Rays.	0.70
12/01/06	M. Almy	Review Memorandum of the MMWR Firms' Asbestos Claimants in Opposition to Debtors' Notice of Failure to Reach Agreement.	1.00
12/01/06	M. Almy	Review Brief Regarding Settled Pre-Petition Asbestos PI Claims.	0.70
12/01/06	M. Almy	Review Reply, Consolidated, in Support of Motions to Compel Asbestos Personal Injury Claimants to Respond to the W.R. Grace Asbestos Personal Injury Questionnaire.	0.70



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12/01/06	M. Almy	Review Official Committee of Asbestos Personal Injury Claimants' Response to the Debtors' Memorandum of Points and Authorities Concerning Background of Questionnaire Approval Process and Objections Previously Addressed by the Court.	0.50
12/01/06	M. Almy	Review Reply of W.R. Grace & Co. in Support of Protocol Concerning Production of Chest X-Rays of Claimants with Malignancies Other Than Mesothelioma Filed by W.R. Grace & Co.	0.40
12/01/06	R. Wyron	Review final changes to exclusivity brief and e-mails re same (.6); confer with D. Felder and follow-up on service issues (.2); review FCR reply and provide comments (.7).	1.50
12/01/06	R. Mullady, Jr.	Review and revise reply brief of FCR in support of the ACC's motion to compel (2.5); further preparation for 12/5 hearing (2.5); e-mails regarding litigation support requirements for trial (.2); telephone conversation with N. Finch (.3); e-mail to B. Harding regarding estimation case schedule (.2).	5.70
12/01/06	R. Frankel	Review issues with D. Felder, J. Guy re brief; notes re same.	0.60
12/01/06	R. Frankel	Review memo re issue of equitable mootness.	0.60
12/01/06	R. Frankel	Review, edit motion to expedite appeal (1.1); confer with J. Guy re same (.1).	1.20
12/01/06	R. Frankel	Review final brief on exclusivity.	0.90
12/01/06	R. Frankel	Review reply of FCR re motion to compel.	0.80
12/02/06	R. Frankel	Review series of pleadings filed by Grace (12/1) in connection with motion to compel answers to questionnaires (1.3); notes re same (.3).	1.60
12/03/06	J. Ansbro	E-mails to/from R. Mullady re 12-5 Court hearing on motions to compel.	0.30
12/03/06	R. Mullady, Jr.	Prepare for 12/5 hearing (.7); e-mails to/from J. Ansbro and D. Felder (.3).	1.00
12/04/06	R. Barainca	Locate and send Debtors' brief in support of their Disclosure Statement and other Plan related documents filed in 2005.	1.10
12/04/06	R. Mulligan	Research and pull a citation for Ray Mullady.	0.20
12/04/06	M. Almy	Review Response to and Opposition of Motley Rice LLC to Debtor's Request for Entry of Debtor's Proposed Protocol Concerning the Production of Chest X-rays in Response to Debtor's Questionnaire.	0.70



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12/04/06	J. Guy	Review objections to disclosure statement and transcript of January 21, 2005 disclosure statement hearing (3.0); develop argument on confirmability of Plan because of impairment and related issues (3.0); e-mail to R. Wyron re same (.2).	6.20
12/04/06	R. Mullady, Jr.	Prepare for hearing on 12/5 (4.5); travel to Pittsburgh (3.5).	8.00
12/05/06	R. Barainca	Digest David Siegel's Deposition.	2.50
12/05/06	D. Fullem	Review and respond to mail from J. Radecki re documents.	0.20
12/05/06	S. Venegas	Attend (telephonically) the monthly omnibus hearing; no telephonic participation.	7.20
12/05/06	D. Felder	Telephonic participation in December 5 hearing on motion to compel production of documents (2.5); review recently filed pleadings regarding motions to compel production of questionnaire responses (3.0).	5.50
12/05/06	J. Guy	Review various objections to disclosure statement (1.0); develop arguments on impairment and related issues (3.0).	4.00
12/05/06	R. Mullady, Jr.	Prepare for and attend hearing (6.0); review and comment on draft expert report of J. Biggs (1.0); return travel from Pittsburgh (2.0).	9.00
12/06/06	R. Barainca	Digest David Siegel's Deposition.	6.80
12/06/06	J. Guy	Research issues relating to impairment under 524(g) plans, treatment of allowed claims (1.5); outline arguments (.5).	2.00
12/06/06	R. Wyron	Review e-mail summaries from 12/5 hearing and respond.	0.40
12/06/06	R. Mullady, Jr.	Telephone conversation with N. Finch (.4); telephone conversation with D. Austern (.2); continue review of J. Biggs materials (.3); report to D. Austern regarding outcome of motions hearing and upcoming motions practice (.7); e-mail to G. Rasmussen regarding J. Biggs report (.2); telephone conversation with J. Ansbro regarding discovery (.2) meet with M. Hewlett regarding trial support technology issues (.3).	2.30
12/06/06	R. Frankel	Review series of e-mails re 12/5 hearing (.7); review draft stipulation and order (.2).	0.90
12/07/06	R. Barainca	Digest David Siegel's Deposition.	1.50
12/07/06	S. Venegas	Review pleadings (1.0); confer with D. Felder re hearing (.2).	1.20



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12/07/06	D. Felder	Conference with J. Guy regarding exclusivity appeal (.2); review 2019 statement and e-mail to R. Mullady regarding same (.1); review Debtors' response to motion to expedite and correspondence from S. Baena (.1); review order on motion for reconsideration (.1); conferences with J. Guy regarding declaration in support of motion to expedite (.5); prepare declaration in support of motion to expedite (1.5); revise same and review e-mail correspondence from N. Finch regarding same (.5); review rules regarding motions to expedite (.4); review e-mails from ACC and PD Committee regarding same (.3); review materials from D. Smith regarding estimation and Sealed Air (3.5); conference with A. Venegas regarding December 5 hearing (.2); conference with R. Barainca regarding update (.3).	7.70
12/07/06	J. Guy	Conference with D. Felder re affidavit in support of motion to expedite (separate and various occasions) (.4); numerous e-mails to/from counsel for PI and PD Committees re affidavit and review same (.4); review and edit same (.4).	1.20
12/07/06	J. Guy	Work on plan arguments.	3.50
12/07/06	R. Wyron	Confer with D. Felder on affidavit issue.	0.30
12/07/06	R. Mullady, Jr.	Further review of J. Biggs documents (.5); telephone conversation with D. Austern regarding same (.1); review Grace's motion for reconsideration and draft opposition to same (.6); telephone conversations with e-mails to ACC counsel and D. Felder regarding same (.5).	1.70
12/07/06	R. Frankel	Review appeal response and draft affidavit to expedited consideration (.6); review series of e-mails re response, draft affidavit (.5).	1.10
12/07/06	R. Frankel	Review e-mails re revised deadlines in estimation litigation.	0.30
12/08/06	S. Venegas	Review notes from omnibus hearing and confer with D. Felder re same.	1.60
12/08/06	D. Felder	Review materials from R. Barainca and update regarding same (1.6); review discovery materials and conference with A. Venegas regarding same (2.0); review Debtors' status report on third party discovery, brief regarding settled pre-petition claims, and reply to PI Committee's response to Debtors' memorandum on questionnaire (2.5); review, revise and finalize declaration in support of motion to expedite exclusivity appeal and e-mail correspondence with C. Hartman regarding same (2.6); prepare letter to Judge Buckwalter regarding same (.2); telephone conference with R. Frankel, R. Wyron, J. Guy and D. Austern regarding declaration (.2).	9.10



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12/08/06	J. Guy	Strategize re and analyze issues pertinent to Plan confirmation issues (1.5); conference with R. Frankel and R. Wyron re same (.2).	1.70
12/08/06	J. Guy	Attention to Grace's opposition to motion to expedite (.4); conference with D. Felder re same (.3) (various occasions); telephone conference with D. Austern and Orrick counsel re scope of affidavit.	0.90
12/08/06	G. Rasmussen	Analysis of J. Biggs' expert report and notes re same.	3.20
12/08/06	R. Wyron	Review draft declaration for D. Austern in exclusivity appeal, and provide comments (1.1); call with D. Austern and follow-up notes (.5).	1.60
12/08/06	R. Mullady, Jr.	E-mails to/from N. Finch (.2); review e-mail from G. Rasmussen regarding J. Biggs report (.2).	0.40
12/08/06	R. Frankel	Telephone conference with J. Rice re meeting with Bernick & Shelnitz (.5); series of e-mails re same (.4); prepare notes re meeting (.3).	1.20
12/08/06	R. Frankel	Telephone conference with J. Guy, R. Wyron re plan issues; notes re same.	0.60
12/08/06	R. Frankel	Review revised affidavit for D. Austern (.5); telephone conference with D. Austern, et al. re same (.3).	0.80
12/09/06	G. Rasmussen	Analysis of J. Biggs' draft report.	5.50
12/09/06	R. Frankel	Revise term sheet proposal in preparation for meeting with Bernick & Shelnitz (.9); e-mails re meeting (.3).	1.20
12/10/06	D. Felder	Review correspondence from G. Rasmussen regarding estimation expert report.	0.40
12/10/06	G. Rasmussen	Preparation of memo regarding J. Biggs' report.	1.30
12/10/06	R. Wyron	Review case calendar and organize notes for 12/18 hearing.	0.50
12/11/06	A. Hermele	Attend weekly status/planning meeting with R. Mullady, G. Rasmussen, J. Ansbro, D. Felder, and A. Venegas, and receive assignments and explanation.	0.50
12/11/06	S. Venegas	Attend weekly team meeting on discovery issues.	1.00
12/11/06	D. Felder	Review e-mail correspondence regarding estimation discovery issues and proposed order on motion to compel documents (1.2); begin reviewing estimation expert report and correspondence from G. Rasmussen and R. Mullady (4.6); prepare for estimation team meeting (.3); attend estimation team meeting (1.0); follow-up telephone conference and e-mail communications with G. Rasmussen regarding expert issues and review materials regarding same (1.8); e-mail correspondence with M. Hurford regarding December 5 hearing and upcoming deposition (.1); e-mail correspondence with J. Biggs and other expert regarding December 15 telephone conference (.3); begin reviewing December 5 hearing transcript (.8).	10.10



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12/11/06	J. Ansbro	Participate in team Conference Call re discovery issues and strategy, and upcoming 12-18-06 Omnibus hearing and deposition.	0.50
12/11/06	G. Rasmussen	Further analysis of J. Biggs' draft report and notes re same.	2.00
12/11/06	R. Wyron	Begin review of revised Tillinghast report.	0.80
12/11/06	R. Mullady, Jr.	Telephone conversation with A. Running and e-mail to N. Finch regarding same (.3); prepare for and preside over weekly estimation litigation meeting (1.1) e-mail to D. Cohn regarding Libby documents and discuss same with N. Finch (.6).	2.00
12/11/06	R. Frankel	Review memo from G. Rasmussen re Biggs Report (2.0); series of e-mails re same (.4).	2.40
12/12/06	A. Hermele	Discuss with D. Felder and A. Venegas those categories of discovery still needed from Grace, in preparation for drafting letter to be sent by N. Finch to Grace's counsel regarding same.	1.00
12/12/06	K. Thomas	Participate in telephonic hearing re Grace adversary 02-1657.	1.30
12/12/06	S. Venegas	Review consulting expert issue (.2); confer with A. Hermele and D. Felder re discovery (1.0).	1.20
12/12/06	D. Felder	Review December 18 hearing agenda (.1); review discovery chart and document production from Debtors (2.8); conference with A. Venegas and A. Hermele regarding discovery issues and follow-up regarding same (1.1); review additional brief and exhibits by Debtors' regarding motions to compel questionnaire responses (1.4); continue reviewing draft estimation expert report and exhibits (2.7); review memorandum of MMWR firms' asbestos claimants in opposition to Debtors' motion to compel and memorandum from Stutzman firms regarding same (.9); continue reviewing December 5 hearing transcript and e-mail correspondence to R. Mullady, A. Venegas and A. Hermele regarding same (1.4).	10.40
12/12/06	M. Almy	Review Brief in Support of W.R. Grace & Co.'s Motion to Compel Claimants to Respond to the W.R. Grace Asbestos Personal Injury Questionnaire (Additional Brief).	1.00
12/12/06	M. Almy	Review Exhibits to Additional Brief in Support of W.R. Grace & Co.'s Motion to Compel.	0.40
12/12/06	J. Guy	Work on plan issues and analyze related issues.	1.20
12/12/06	J. Guy	Analyze estimation issues and methodologies and their application to the Grace bankruptcy.	0.70
12/12/06	G. Rasmussen	Further analysis of J. Biggs' report and preparation of additional questions.	2.00



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12/12/06	R. Wyron	Review agenda for omnibus hearing and follow-up on contested items.	0.30
12/12/06	R. Mullady, Jr.	Review and revise draft stipulation resolving motion to compel and discuss same with N. Finch (.5); e-mails to/from R. Frankel regarding December omnibus hearing (.2); review agenda for December omnibus (.2); review and reply to e-mail from D. Felder regarding motion to compel.	0.90
12/12/06	R. Frankel	Review additional Grace brief in support of Grace motion to compel.	0.90
12/12/06	R. Frankel	Review series of e-mails (R. Mullady, B. Harding) re discovery issues.	0.30
12/13/06	S. Venegas	Review e-mails.	0.30
12/13/06	D. Felder	Continue reviewing December 5 hearing transcript (2.3); review J. Biggs' report and prepare for conference call (1.6); telephone conference with G. Rasmussen and J. Biggs regarding estimation expert report (2.2); telephone conference with G. Rasmussen and expert regarding estimation expert report (1.0); follow-up from telephone conferences with experts and e-mail correspondence to J. Biggs regarding same (2.6).	9.70
12/13/06	J. Guy	Strategize re confirmability of Debtors' plan.	0.80
12/13/06	J. Guy	Review Order on motion to expedite, appellate review; e-mails re same and next steps with Orrick counsel.	0.40
12/13/06	G. Rasmussen	Further analysis of J. Biggs' report and notes re same.	4.00
12/13/06	G. Rasmussen	Preparation for conference call and participation in conference call with J. Biggs regarding her draft report.	2.00
12/13/06	G. Rasmussen	Conference call with E. Stallard regarding J. Biggs' report.	1.20
12/13/06	G. Rasmussen	Preparation for Friday's conference call with J. Biggs regarding her report.	1.80
12/13/06	R. Wyron	Review District Court order on exclusivity brief and e-mails regarding same.	0.40
12/13/06	R. Mullady, Jr.	Conference call with A. Running and N. Finch regarding stipulation regarding motion to compel and other discovery issues (.4); review e-mail from G. Rasmussen regarding Biggs report (.2).	0.60
12/13/06	R. Frankel	Review order re briefing, hearing schedule for exclusivity appeal; e-mails re same.	0.60
12/14/06	S. Venegas	Review J. Biggs' report.	2.80



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12/14/06	D. Felder	Review memorandum by Wilentz, Goldman & Spitzer regarding settled claims (.2); telephone conference and e-mail correspondence with M. Hurford regarding update (.1); e-mail correspondence with R. Mullady regarding proposed CMO dates and review order on motion to compel (.1); review materials for J. Biggs and e-mail to J. Biggs and G. Rasmussen regarding same (2.4); review ACC's draft motion to compel (.3); continue reviewing December 5 hearing transcript and telephone conference with R. Mullady regarding same (3.1); review memorandum opinion regarding ZAI and prepare summary regarding same (4.0).	10.20
12/14/06	J. Guy	E-mails re Debtors' request to change date for oral argument on exclusivity appeal.	0.20
12/14/06	J. Guy	E-mails concerning ZAI decision by Judge Fitzgerald.	0.20
12/14/06	G. Rasmussen	Brief R. Frankel on J. Biggs' report and likely liability range; advise R. Frankel regarding settlement discussions.	1.50
12/14/06	G. Rasmussen	Analysis of J. Biggs' report in preparation for conference with J. Biggs.	0.50
12/14/06	R. Wyron	Confer with R. Frankel, G. Rasmussen and R. Mullady regarding litigation strategy and plan issues (.8); review ZAI decision and analysis, and follow-up (2.1); confer with J. Rice and D. Austern regarding plan issues, and follow-up (1.7); revise engagement letter for pension consultant and calls regarding same (.9); continue review of estimation report and summaries regarding same (.4).	5.90
12/14/06	R. Mullady, Jr.	Review and revise draft motion to compel actuarial studies performed by Grace to assess asbestos liability (.8); review transcript of 12/5 hearing (.5) preparation for 12/18 omnibus hearing (.3); meet with R. Frankel, R. Wyron and G. Rasmussen re J. Biggs' report (.9).	2.40
12/14/06	R. Frankel	Telephone conference with D. Bernick re ZAI opinion (1.0); telephone conference with D. Felder re opinion (.3); review parts of opinion, order (.4).	1.70
12/14/06	R. Frankel	Confer with G. Rasmussen, R. Mullady, R. Wyron re J. Biggs' report, update re settlement; notes re same.	1.00
12/14/06	R. Frankel	Confer with M. Shelnitz, D. Bernick (by phone), and D. Austern re settlement issues, FCR proposal and review same with D. Austern (1.9); notes re same (.2).	2.10
12/14/06	R. Frankel	Review agenda for 12/18 hearing; exchange of e-mails re oral argument for appeal.	0.70
12/15/06	A. Hermele	Draft FCR joinder to ACC's Motion to Compel Actuarial Estimates (.8); provide same to D. Felder and R. Mullady and incorporate edits suggested by them (.2).	1.00



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12/15/06	S. Venegas	Meeting with expert (2.8); review expert report (2.0).	4.80
12/15/06	D. Felder	Review recently filed pleadings and e-mail correspondence to R. Barainca regarding same (1.5); e-mail correspondence with M. Hurford regarding depositions of doctors (.1); preparation for telephone conference with estimation expert (.9); telephone conference with G. Rasmussen re estimation expert (1.5); e-mail correspondence to A. Hermele and A. Venegas regarding joinder (.1); e-mail correspondence to C. Hartman regarding same (.1); telephone conference and meeting with estimation team and D. Austern regarding estimation expert report (1.0); telephone conference and meeting with estimation team, D. Austern and estimation experts regarding estimation expert report (1.7); review ACC's motion to compel (.7); review draft joinder and e-mails to A. Hermele and R. Mullady regarding same (.5).	8.10
12/15/06	M. Almy	Review Debtors' Additional Brief In Support Of W.R. Grace & Co.'s Motion To Compel Claimants To Respond To The W.R. Grace Asbestos Personal Injury Questionnaire.	0.70
12/15/06	G. Rasmussen	Conference with E. Stallard regarding J. Biggs' expert report.	1.50
12/15/06	G. Rasmussen	Preparation for and participation in conference call with J. Biggs to address my questions.	2.80
12/15/06	G. Rasmussen	Follow-up conference with E. Stallard regarding expert report issues.	0.80
12/15/06	R. Mullady, Jr.	Prepare for and attend meeting with D. Austern, estimation team and J. Biggs (2.2); negotiations with B. Harding regarding modified case management order (.4); review and revise draft joinder to ACC's motion to compel (.4); prepare for 12/18 omnibus hearing (.5)	3.50
12/15/06	R. Frankel	Review 8-K re description of ZAI opinion (.5); review Bloomberg news re same (.4).	0.90
12/15/06	R. Frankel	Review ZAI opinion.	2.40
12/15/06	R. Frankel	Telephone conference with G. Rasmussen, E. Stallard re issues; notes re same.	0.50
12/15/06	R. Frankel	Confer with G. Rasmussen, R. Mullady and D. Austern (by phone) in preparation for telephone conference with J. Biggs.	1.10
12/15/06	R. Frankel	Telephone conference with J. Biggs, G. Rasmussen, R. Mullady re draft estimation report; notes re same.	2.10
12/15/06	R. Frankel	Review ACC Response to Grace Brief re Questionnaire.	0.60
12/16/06	G. Rasmussen	Analyze ZAI decision.	1.00
12/16/06	G. Rasmussen	Draft outline of Daubert issues relating to Debtors' approach to estimation.	2.50



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12/16/06	R. Frankel	Review slides from Grace re December 18 hearing; review amended agenda.	0.90
12/17/06	G. Rasmussen	Plan strategy for estimation hearing.	2.00
12/17/06	R. Mullady, Jr.	Review e-mail from B. Harding and forward to N. Finch with comments (.2); reply to e-mail from B. Harding (.2); review brief filed by Libby claimants in 12/4 (.2).	0.60
12/18/06	K. Thomas	Summarize events at December 12th omnibus hearing re adversary 02-1657 and send same to D. Felder and R. Wyron.	0.30
12/18/06	S. Venegas	Research opposition to protective order.	3.10
12/18/06	D. Felder	Telephonic participation in omnibus hearing (2.2); review and finalize FCR's joinder to ACC's motion to compel and e-mail correspondence with A. Hermele, R. Mullady and C. Hartman regarding same (.4); telephone conference with M. Eskin regarding same (.1); e-mail correspondence with J. Sakalo regarding depositions (.1); review Debtors' motion for protective order and to quash 30(b)(6) notice (.7); e-mail correspondence with B. Harding regarding December 19 hearing (.1); review e-mail summary from K. Thomas regarding National Union adversary (.1); review medical expert reports by ACC's experts and e-mail to J. Biggs and B. Gillespie regarding same (.8).	4.50
12/18/06	G. Rasmussen	Analysis of expert reports in other cases concerning future claims.	3.80
12/18/06	R. Wyron	Participate in telephonic omnibus hearing (.9); review consultant's agreement and confer with R. Frankel (.7).	1.60
12/18/06	R. Mullady, Jr.	Review draft amended CMO and e-mail with B. Harding regarding same (.2); travel to/from Pittsburgh for omnibus hearing (5.0); prepare for and attend omnibus hearing (4.0).	9.20
12/18/06	R. Frankel	Review report of hearing, review new PI CMO dates (.4); telephone conference with R. Wyron re status (.3).	0.70
12/19/06	R. Barainca	Research and review documents regarding Protective Order filed in adversary case 02-2210 for A. Venegas.	0.30
12/19/06	K. Thomas	Review e-mail correspondence from R. Wyron re adversary 02-1657; telephone conference with R. Wyron re same.	0.10



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12/19/06	D. Felder	Telephone conference with Debtors and various committees regarding x-ray protocol (.8); review proposed orders and e-mail correspondence regarding same (1.0); telephonic participation in hearing regarding x-ray protocol and consulting expert privilege (.6); review comments on J. Biggs' estimation expert report and e-mail correspondence to J. Biggs and G. Rasmussen regarding same (1.8); e-mail summary to R. Mullady and G. Rasmussen regarding consulting expert issue and x-ray protocol (.5); e-mail correspondence with R. Mullady and Debtors regarding amended PI CMO and review same (.6); research materials regarding estimation experts and review same (2.6); begin reviewing materials regarding Sealed Air depositions (1.0).	8.90
12/19/06	J. Guy	Review ZAI decision and articles discussing same.	0.30
12/19/06	G. Rasmussen	Update on hearing.	0.20
12/19/06	R. Wyron	Review ACC motion to compel and notes regarding same (.6); call to potential expert regarding pension plan and follow up e-mail (.4); review National Union litigation summary (.3); and call to K. Thomas on follow-up work (.3).	1.60
12/19/06	R. Mullady, Jr.	E-mails regarding discovery matters for estimation case.	0.50
12/20/06	D. Felder	Review amended PI CMO and e-mail correspondence with experts regarding same (.3); review C. Foster deposition transcripts and exhibits (.5); review J. Segarra deposition transcript and exhibits (.9); review discovery materials from repository (1.4); review materials from J. Biggs regarding estimation (2.6); review background materials on J. Biggs (1.5); review background materials regarding other experts (1.6).	8.80
12/20/06	R. Mullady, Jr.	E-mails to/from N. Finch regarding Grace depositions (.2); review and reply to e-mail from Libby counsel and D. Felder (.2).	0.40
12/20/06	R. Frankel	Review order re PI CMO deadlines; review issues re schedule for estimation proceeding.	0.70
12/20/06	R. Frankel	Review pleadings to compel actuarial studies from debtor in connection with 10-K, related discovery issues.	0.80
12/21/06	A. Hermele	Review discovery chart created by A. Venegas and underlying discovery documents and letters, draft letter to Nate Finch regarding outstanding items of discovery needed from debtors, and send to D. Felder for review (5.4).	5.40
12/21/06	S. Venegas	Research opposition to protective order.	3.00



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12/21/06	D. Felder	Telephone conference with R. Barainca regarding recently filed pleadings and review same (.9); review 2019 statements and e-mail correspondence with J. Biggs regarding same (.8); review materials from Debtors regarding Rust database and e-mail correspondence with J. Biggs regarding same (.6); review Debtors' motion for protective order and telephone conference with A. Venegas regarding same (.5); review draft letter from A. Hermele regarding discovery (.5).	3.30
12/21/06	R. Wyron	Call to potential expert and follow-up on engagement letter (.3); review litigation schedule and follow-up e-mail (.3).	0.60
12/21/06	R. Frankel	Review draft engagement letter for consultant.	0.20
12/22/06	S. Venegas	Research and draft opposition to motion for protective order.	9.70
12/22/06	D. Felder	Review recently filed pleadings and orders (1.9); review draft letter and materials from A. Hermele regarding discovery issues (1.5); telephone conference with J. Liesemer regarding same (.1); review ZAI claimants motion for leave to appeal (.2).	3.70
12/22/06	R. Wyron	Follow-up on expert engagement and e-mails regarding same.	0.20
12/22/06	R. Mullady, Jr.	Review e-mail from Libby counsel and attached and forward same to D. Felder.	0.40
12/22/06	R. Frankel	Review e-mails, files re estimation discovery, experts.	0.70
12/25/06	R. Frankel	Review brief in preparation for oral argument.	2.60
12/26/06	S. Venegas	Draft opposition to protective order.	1.50
12/26/06	R. Mullady, Jr.	E-mails to/from D. Felder and A. Venegas (.2); review debtor's motion to quash deposition subpoena and exhibits thereto (.6).	0.80
12/26/06	R. Frankel	Review brief, exhibits in preparation for oral argument (2.6); prepare notes of issues to highlight (.6).	3.20
12/27/06	S. Venegas	Prepare opposition to protective order.	3.00
12/27/06	D. Felder	Review discovery materials from the Debtors and Casner & Edwards.	3.50
12/27/06	R. Mullady, Jr.	Attention to opposition to debtor's motion to quash corporate designee deposition subpoena (1.6); e-mails to/from N. Finch and A. Venegas regarding same.	1.90
12/27/06	R. Frankel	Review background material in preparation for oral argument.	1.20
12/28/06	D. Felder	Review recently filed pleadings (.5); review Debtors' supplemental response regarding product appendix (.1); review e-mail correspondence from R. Mullady regarding objection to motion for protective order (.2); review Grace's opening brief in exclusivity appeal (.5).	1.30



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12/28/06	J. Guy	E-mails with Orrick counsel and PI counsel re appellate opposition and reply brief.	0.20
12/29/06	D. Felder	Review Grace's opening brief and appendix in exclusivity appeal and e-mails to counsel for ACC and PD Committee (1.5); review R. Mason deposition transcript and exhibits (.2); review certificate of counsel regarding PD hearing (.1); review Debtors' motion for extension of time to answer ZAI claimants' motion for leave to appeal (.1); review recently filed pleadings (.8); e-mail correspondence with J. Guy regarding exclusivity appeal (.1); review schedule and prepare e-mail update to R. Wyron regarding same (.2).	3.00
12/30/06	R. Frankel	Review brief of appellee; prepare notes re draft reply.	3.20

Total Hours	384.30	
Total For Services		\$198,606.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Monique D. Almy	6.80	525.00	3,570.00
John Ansbro	0.80	570.00	456.00
Rachael Barainca	12.20	140.00	1,708.00
James Cangialosi	0.50	220.00	110.00
Debra Felder	123.70	430.00	53,191.00
Roger Frankel	43.30	725.00	31,392.50
Debra O. Fullem	0.20	210.00	42.00
Jonathan P. Guy	23.50	605.00	14,217.50
Annie L. Hernele	20.60	375.00	7,725.00
Edward M. Lafayette	2.50	145.00	362.50
Raymond G. Mullady, Jr.	51.30	660.00	33,858.00
Risa L. Mulligan	0.20	150.00	30.00
Garret G. Rasmussen	39.60	645.00	25,542.00
Katherine S. Thomas	3.00	375.00	1,125.00
Shannon Dawn Venegas	40.40	375.00	15,150.00
Richard H. Wyron	15.70	645.00	10,126.50
Total All Timekeepers	384.30	\$516.80	\$198,606.00



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Disbursements

Duplicating Expense	956.55	
Express Delivery	93.29	
Facsimile	42.00	
Lexis Research	3,231.00	
Local Taxi Expense	85.00	
Out of Town Business Meals	136.63	
Outside Reproduction Services	853.43	
Outside Services	30,378.28	
Parking Expense	52.00	
Postage	370.36	
Secretarial/Staff Overtime	44.88	
Telephone	81.77	
Travel Expense, Air Fare	451.10	
Travel Expense, Local	44.50	
Travel Expense, Out of Town	152.76	
Westlaw Research	351.25	
Total Disbursements		\$37,324.80
Total For This Matter		\$235,930.80



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Matter: 9 - Plan & Disclosure Statement

11/22/06	J. Hermann	Telephone conference with R. Frankel regarding background facts and status in connection with reorganization issues.	0.30
11/28/06	J. Hermann	Initial review and analysis of prior pleadings and public filings in connection with reorganization issues.	0.90
11/29/06	J. Hermann	Further review and analysis of prior pleadings and public filings in connection with reorganization issues.	1.80
12/05/06	R. Frankel	Various conversations with D. Austern, P. Weitz, J. Rice re settlement scenarios, e-mails re same.	0.50
12/08/06	R. Frankel	Review term sheet for settlement; prepare notes re different plan scenarios for meeting with P. Weitz.	1.20
12/08/06	R. Frankel	Telephone conference with J. Brownstein re different plan scenarios.	0.30
12/10/06	R. Frankel	Finalize term sheet proposal for J. Rice, P. Weitz (.7); e-mail same to J. Rice (.1); series of e-mails with Messrs. Bernick, Rice and Shelnitz to finalize settlement meeting (.5).	1.30
12/11/06	R. Frankel	Series of e-mails re meeting with D. Bernick, et al.; review different scenarios for meeting.	1.40
12/12/06	R. Frankel	Review various plan scenarios from Piper Jaffray; series of e-mails re offer to company.	1.70
12/13/06	R. Frankel	Revise term sheet proposal to Grace with input from J. Rice, et al.	1.60
12/13/06	R. Frankel	Review revised plan scenarios from Piper Jaffray (1.2); telephone conference with J. Brownstein re plan scenarios (.7); notes re same (.3).	2.20
12/13/06	R. Frankel	Review revised spreadsheet from Piper Jaffray; prepare notes re same and prepare notes for settlement meeting with Messrs. Bernick and Shelnitz.	1.80
12/14/06	R. Frankel	Series of e-mails with S. Baena, P. Lockwood re FCR proposal, meeting with Grace.	0.60
12/14/06	R. Frankel	Review materials in preparation for settlement meeting.	0.80
12/14/06	R. Frankel	Confer with D. Austern in preparation for meeting with Shelnitz & Bernick.	0.80
12/14/06	R. Frankel	Confer with J. Rice, S. Baron, D. Austern, R. Wyron re settlement meeting, status going forward (1.4); notes re same (.2).	1.60



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12/15/06	R. Frankel	Telephone conferences with J. Rice, D. Austern re ZAI opinion, proposal to Grace; notes re same.	0.60
12/16/06	R. Frankel	Prepare notes re next steps for settlement in light of Grace meeting and ZAI decision.	0.90
12/18/06	J. Hermann	Exchange of e-mail correspondence with R. Frankel regarding media reports of decision on ZAI future claims (.2); review and analysis of memorandum summarizing such decision (.5).	0.70
12/18/06	R. Wyron	Calls with J. Radecki and R. Frankel on ZAI decision and impact on plan discussions.	0.40
12/18/06	R. Frankel	Review Piper Jaffray analysis of enterprise value.	0.90
12/18/06	R. Frankel	Prepare for meeting with P. Weitz during travel to NY (1/2 time).	1.40
12/18/06	R. Frankel	Confer with P. Weitz re settlement issues, term sheet, status (2.0); notes re same (.5).	2.50
12/19/06	R. Frankel	Review settlement scenarios with spreadsheet from Piper Jaffray.	0.80
12/19/06	R. Frankel	Confer with R. Wyron re status of settlement discussions (.4); telephone conference with Messrs. Radecki and Brownstein re implied enterprise value (.5).	0.90
12/21/06	R. Frankel	Series of e-mails, telephone conferences with Weitz office re meeting in Dallas with Budd and others.	0.60
12/21/06	R. Frankel	Confer with R. Wyron re status, meeting in Dallas.	0.40
12/28/06	J. Hermann	Further review and analysis of public filings and prior pleadings in the case in connection with possible plan of reorganization.	1.80

Total Hours 30.70

Total For Services \$21,373.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Roger Frankel	24.80	725.00	17,980.00
Jeffery D. Hermann	5.50	570.00	3,135.00
Richard H. Wyron	0.40	645.00	258.00
Total All Timekeepers	30.70	\$696.19	\$21,373.00

Disbursements

Telephone 0.50

Travel Expense, Air Fare 121.48

Travel Expense, Out of Town 410.52

Total Disbursements \$532.50



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Total For This Matter

\$21,905.50



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For Legal Services Rendered Through December 31, 2006 in Connection With:

Matter: 11 - Compensation of Professionals - Other

12/07/06	R. Barainca	Prepare Piper Jaffray's Certificate of No Objection for their Eighth Monthly fee application.	0.50
12/08/06	R. Barainca	Prepare Piper Jaffray's Certificate of No Objection for their Eighth Monthly fee application for filing.	0.60
12/08/06	R. Barainca	Review Tillinghast's September 2006 Monthly fee application.	0.70
12/08/06	R. Barainca	Review Tillinghast's October 2006 Monthly fee application.	0.90
12/08/06	R. Barainca	Review Tillinghast's Seventh Quarterly fee application.	0.90
12/08/06	R. Barainca	Prepare Certificates of No Objection for Piper Jaffray, Tillinghast, and D. Austern's Quarterly fee applications.	0.70
12/08/06	D. Fullem	Review fee auditor's final report on the FCR and his other professionals' quarterly fee applications for hearing on December 18.	0.10
12/08/06	D. Fullem	Confer with R. Wyron regarding status of fee auditor final report on quarterly fee applications of the FCR and his professionals.	0.10
12/08/06	D. Fullem	Review fee auditor's final report on Piper Jaffray's quarterly fee application for hearing on December 18.	0.10
12/08/06	R. Wyron	Review CNOs for D. Austern and Piper Jaffray.	0.30
12/10/06	R. Wyron	Review CNOs for Second Quarterly and Notice for D. Austern Tenth Quarterly.	0.30
12/11/06	R. Barainca	Prepare D. Austern's Tenth Quarterly fee application for filing.	0.80
12/11/06	R. Barainca	Prepare Certificates of No Objection for Piper Jaffray, Tillinghast, and D. Austern's Quarterly fee applications for filing.	0.80
12/13/06	R. Barainca	Update CIBC's Final fee application.	0.30
12/15/06	R. Barainca	Prepare Tillinghast fee applications for filing.	1.20
12/15/06	R. Barainca	Prepare Piper Jaffray's Certificate of No Objection for their October 2006 Monthly fee application.	0.40
12/21/06	R. Barainca	Prepare Piper Jaffray's CNO for the October 2006 Monthly fee application for filing.	0.30
12/22/06	D. Fullem	Confer with R. Barainca regarding status of D. Austern's monthly fee applications.	0.20

Total Hours 9.20

Total For Services \$1,626.00



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<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	8.10	140.00	1,134.00
Debra O. Fullem	0.50	210.00	105.00
Richard H. Wyron	0.60	645.00	387.00
Total All Timekeepers	9.20	\$176.74	\$1,626.00

Disbursements

Duplicating Expense	3,865.65	
Express Delivery	84.38	
Postage	747.35	
Total Disbursements		\$4,697.38

Total For This Matter	\$6,323.38
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Matter: 13 - Compensation of Professionals - Orrick

12/05/06	D. Fullem	Review and respond to e-mail from R. Wyron regarding update to fee/expense chart.	0.10
12/07/06	D. Fullem	Review November prebills.	1.00
12/08/06	R. Barainca	Prepare Certificates of No Objection for Orrick's Quarterly fee application.	0.20
12/08/06	D. Fullem	Review and update fee and expense chart; prepare changes; forward to R. Wyron and R. Frankel.	0.30
12/08/06	D. Fullem	Finish review of Orrick's November prebills; confer with R. Wyron regarding status of same; coordinate with P. Reyes to begin making certain edits and follow up requests on expenses.	0.90
12/08/06	D. Fullem	Review fee auditor's final report on Orrick's quarterly fee application for hearing on December 18.	0.10
12/10/06	R. Wyron	Review and correct November pre-bill (.6); review CNO for Second Quarterly (.1).	0.70
12/11/06	R. Barainca	Prepare Certificates of No Objection for Orrick's Quarterly fee application for filing.	0.30
12/12/06	D. Fullem	Confer with R. Wyron regarding response from fee auditor's office relating to payments due to Orrick; review e-mail from W. Sparks and prepare e-mail to R. Wyron regarding same.	0.50
12/12/06	D. Fullem	Prepare e-mail to group regarding removal of John Port at fee auditor's office from all service lists.	0.20
12/12/06	R. Wyron	Review fee application status and follow-up (.2); follow-up on e-mails from W. Sparks at Grace regarding fee applications (.2).	0.40
12/14/06	R. Barainca	Prepare memo of Fee Auditor's response to Twenty-First Interim Period.	3.50
12/15/06	R. Barainca	Prepare Orrick's Certificate of No Objection for their October 2006 Monthly fee application.	0.40
12/18/06	R. Barainca	Confer with D. Fullem regarding upcoming filings.	0.10
12/18/06	R. Barainca	Update R. Wyron regarding upcoming filings.	0.20
12/18/06	R. Barainca	Prepare Orrick's November 2006 Monthly fee application.	0.40
12/18/06	D. Fullem	Review and respond to e-mail from R. Wyron regarding status of fee applications to be filed for Orrick; confer with R. Barainca regarding list of items for filing and follow up.	0.40



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12/19/06	R. Barainca	Continue preparing Orrick's November 2006 fee application.	1.10
12/19/06	D. Fullem	Review e-mail from R. Wyron regarding estimated timing for payment on April-June holdbacks; prepare e-mail to R. Wyron with total payment expected; review e-mail from W. Sparks regarding payment.	0.30
12/20/06	R. Barainca	Continue preparing Orrick's November 2006 monthly fee application.	2.50
12/20/06	R. Barainca	Confer with D. Felder regarding fee application matters.	0.20
12/20/06	D. Fullem	Review and respond to several e-mails from R. Barainca regarding revisions to August invoices as to travel time and expense items.	0.50
12/21/06	R. Barainca	Prepare Orrick's CNO for the October 2006 Monthly fee application for filing.	0.30
12/22/06	R. Barainca	Edit Orrick's November Monthly fee application.	0.40
12/22/06	D. Fullem	Confer with R. Barainca regarding status of Orrick November fee application.	0.20
12/22/06	R. Wyron	Review draft November fee application (.3); review bills for redactions (.4).	0.70

Total Hours 15.90

Total For Services \$3,450.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	9.60	140.00	1,344.00
Debra O. Fullem	4.50	210.00	945.00
Richard H. Wyron	1.80	645.00	1,161.00
Total All Timekeepers	15.90	\$216.98	\$3,450.00

Disbursements

Duplicating Expense

17.70

Total Disbursements \$17.70

Total For This Matter \$3,467.70



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For Legal Services Rendered Through December 31, 2006 in Connection With:

Matter: 15 - Travel Time (Non-Working)

12/21/06 R. Frankel Travel to DC. 2.00

Total Hours 2.00
 Total For Services \$725.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Roger Frankel	2.00	362.50	725.00
Total All Timekeepers	2.00	\$362.50	\$725.00

Total For This Matter \$725.00

*** * * COMBINED TOTALS * * ***

Total Hours	456.10	
Total Fees, all Matters		\$227,796.00
Total Disbursements, all Matters		\$42,583.17
Total Amount Due		\$270,379.17